



CARRIER AIRCONDITIONING & REFRIGERATION LIMITED
NARSINGPUR, KHERKI DAULA POST, GURGAON – 122 004 (HARYANA)

Tel: 91-0124-4825500 Website: www.carrierindia.com
CIN: U7999HR1992FLC036104

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

1. INTRODUCTION

“Carrier is the world's leader in high technology heating, air-conditioning and refrigeration solutions. Carrier experts provide sustainable solutions, integrating energy efficient products, building controls, and energy services for residential, commercial, retail, transport and food service customers. Founded by the inventor of modern air conditioning, Carrier improves the world around us through engineered innovation and environmental stewardship.”

“Carrier distributes to and provides service to its customers via a worldwide network of owned and independent distributors and dealers. Carrier is a part of UTC Climate, Controls & Security, a unit of United Technologies Corp. (NYSE: UTX) which provides high technology products and services to the building systems and aerospace industries worldwide through its industry-leading businesses: Carrier, Hamilton Sundstrand, Carrier, Pratt & Whitney, Sikorsky, UTC Fire & Security and UTC Power.”

“Carrier serves three markets:

Residential and light commercial: homes and small facilities. We supply furnaces, central air conditioners, heat pumps, air filters, window units, split systems and other home comfort solutions.

Commercial building: industrial and multi-level facilities. We supply chillers, large unitary, airside systems and controls that provide comfort and enhance efficiency in buildings around the world.

Refrigeration systems for food retail and transportation: We provide applications to ensure food supplies are transported and stored for safe consumption”

CarrierCarrierCarrierCarrierCarrierEverywhere we do business; we apply the highest standards of corporate ethics and business conduct which is the foundation of our performance culture. Governance at Carrier begins with our Code of Ethics that does not merely require compliance with laws, it embodies a commitment to positive behaviors that build trust, promote respect and demonstrate integrity. We honor our commitments, communicate openly, and hold ourselves accountable. Operating within the framework of the Code, Carrier creates and sustains value for its stakeholders.

We are committed to minimizing the environmental impact of our products, our operations and our supply chain. Carrier strives to maintain the highest environmental standards everywhere we do business. Environmental sustainability is an important part of both our operations and our products as they perform in service. We have a history of setting aggressive environmental goals and pursuing them by continuously improving our processes at every level of the company.



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2. CSR PHILOSOPHY

Responsibility and operational excellence are fully integrated at Carrier. How our people perform is as important as how our products operate. We recruit the best talent, and our employees set big goals and use the best processes to solve some of the world's greatest challenges — safely, ethically and profitably. Corporate citizenship at Carrier includes minimizing the environmental impact of our products and operations, providing a safe work environment for employees, developing energy-efficient products, and supporting charitable and social causes in the communities where we do business. To effectively respond to the needs of our communities we have a robust employee volunteer program, which provides employees the opportunity share their time with non-profit organizations. Our charitable giving focuses on issues that allow us to support and leverage our employee volunteer efforts.

These policies and procedures are framed to streamline the CSR activities of the Company to be in line with the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules framed thereunder.

3. TITLE

This Corporate Social Responsibility Policy shall be called as the Carrier Air-conditioning & Refrigeration Limited- Corporate Social Responsibility Policy (hereinafter referred as the “CSR Policy”)

4. APPLICABILITY

The Policy shall apply to all CSR projects, programs, activities undertaken by the Company in accordance with the CSR Policy.

5. SCOPE

In furtherance of its CSR objectives the following are covered under this CSR Policy:

- i. CSR activities implemented by the Company on its own
- ii. CSR activities implemented by the Company through own trust/society or group company trust/society
- iii. CSR activities of the Company through an external registered trust/society or NGO with at least 3 years track record
- iv. CSR activities in collaboration with its subsidiary / holding / associate companies
- v. CSR activities implemented by the Company through a company established under section 8 of the Act by the Company, either singly or alongwith its holding or subsidiary or associate company, or alongwith any other company or holding or subsidiary or associate company of such other company

6. DEFINITIONS & REFERENCES

i. DEFINITIONS

The terms defined in this CSR Policy shall have the meanings herein specified and terms not defined shall have the meanings as defined in the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules framed thereunder including any statutory modifications or reenactments thereof.



In this instrument the following expressions including their grammatical variations and cognate expressions shall, unless repugnant to the context or meaning thereof, have the meaning assigned to them respectively hereunder:

“**Act**” means the Companies Act, 2013 including any statutory modification or re-enactment thereof.

“**Board**” means the Board of Directors of the Company.

“**Board’s Report**” shall mean report of the Board of Directors prepared in accordance with section 134(3) of the Companies Act, 2013.

“**Company**” means Carrier Air-conditioning & Refrigeration Limited, a Company registered under the Companies Act VII of 1913 having CIN: U7999HR1992FLC036104 and having its Registered Office at Narsingpur, Kherki Daula Post, Gurgaon 122 004, Haryana, India.

“**CSR**” means Corporate Social Responsibility.

“**CSR activities**” means the activities or projects or programs as recommended by the CSR Committee and approved by the Board, undertaken by the Company from time to time in any one or more of the areas falling under clause 8.

“**CSR Committee**” means the Committee of the Board constituted for the purpose of administration of CSR activities, supervising the adherence of this CSR Policy and the matter incidental thereto.

“**CSR Policy**” means the Corporate Social Responsibility Policy as set out herein and as amended or modified from time to time.

“**CSR Rules**” means Companies (Corporate Social Responsibility) Rules framed under the Act and as amended or modified from time to time.

“**Independent Director**” means a non-executive director of the Company within the meaning of section 2(47) of the Act.

ii. REFERENCES :

Reference to any Act, Rules, Statute or Notification shall include any statutory modification, substitution or re-enactment thereof.

7. CSR COMMITTEE

- i. The CSR committee shall comprise of three or more directors as the Board may deem fit from time to time, to be appointed from amongst the Directors. Provided however that at least one of the directors of the CSR Committee shall be an Independent Director. The Board shall at its sole discretion, have the power to appoint any Director, remove any such Director so appointed and appoint another in his place. Any such appointment and/or removal shall be made by a resolution of the Board.
- ii. The Chairperson of the Committee shall be designated by the Board from among the Committee members.



- iii. The Company Secretary of the Company shall act as Secretary to the Committee.
- iv. The Board will have the power to reconstitute CSR Committee as and when required from time to time.
- v. The Board of Directors of the Company at its meeting held on March 27, 2015 have constituted CSR Committee as per the provisions of the Companies Act 2013, consisting of the following Board Members at present:
 1. Mr. Arun Bhatia
 2. Mr. Nanda Lakkaraju
 3. Mr. Narendra Singh Sisodia
- vi. The CSR committee may meet as and when required. The CSR Committee shall be entitled to invite any person to attend its meetings and participate in the discussion and deliberations if it so thinks fit.
- vii. The quorum necessary for the transaction of business of CSR Committee shall be 2 members or 1/3rd of the total committee members, whichever is higher. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee as provided herein and delegated by the Board from time to time.
- viii. The CSR Committee shall:
 - a. Recommend the specific CSR initiatives to be adopted by the Company and the amount of expenditure to be budgeted for the activities.
 - b. Monitor or, appoint a senior official of the Company to monitor and report to the CSR Committee regarding functioning of the CSR Policy of the Company, its implementation and expenditure incurred periodically.
 - c. Report to the Board the reasons for not spending the amount budgeted for CSR.
 - d. Provide to the Board a responsibility statement that the implementation and monitoring of CSR Policy, is in compliance with the CSR Objectives and Policy of the Company.
 - e. Frame any other byelaws, rules or procedures as it may deem fit for administering the CSR Policy.
 - f. CSR Committee, in the exercise of its powers, may require any information from the company, and / or seek the assistance of any employee of the Company as it may deem fit to effectively discharge its duties.
 - g. Perform all functions as may be delegated by the Board from time to time.

8. CSR ACTIVITIES :

- i. The Company shall undertake such CSR activities as stated by this CSR Policy. In compliance with Rule 4(1) of the Companies (Corporate Social Responsibility) Rules 2014 (**Annexure-I**), these activities shall be undertaken by the Company as projects



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or programs or activities (either new or ongoing) and will exclude activities undertaken in the normal course of its business. The activities undertaken will be in line with the activities specified in Schedule VII of the Companies Act, 2013.

- ii. Thrust Areas: While the Company is eligible to undertake any suitable/rightful activity as specified in Schedule VII of the Act, however, at present, it proposes to undertake the relevant activities on priority basis in the following thrust areas:
 - Promoting education including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
 - promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
 - Environment Sustainability, ecological balance
 - Promoting Health Care including preventive health care and sanitation
 - Technology Development
 - Poverty Alleviation
 - The Company may also contribute suitable amounts to PM Relief Fund or Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
- iii. The CSR activities shall be undertaken only in India.
- iv. The CSR projects or programs or activities undertaken by Company that benefit only the employees of the Company or their families is also not considered as a CSR activities by the Company.
- v. Contribution of any amount directly or indirectly to political parties under section 182 of the Companies Act, 2013 is not considered as CSR activity.

9. CSR EXPENDITURE

- i. The Company shall spend at least 2% of average Net Profit of preceding three financial years, net profit being calculated in accordance with section 198 of the Companies Act, 2013.
- ii. CSR expenditure includes all expenditure including contribution to corpus, the projects or programs relating to CSR activities approved by the Board on the recommendation of its CSR Committee, but does not include any expenditure on any item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Act.
- iii. The surplus if any, arising out of the Corporate Social Responsibility projects or programs or activities does not forms part of the Business Profit of the Company.
- iv. The amount spent by the Company in India, is only taken into consideration for CSR activities.



- v. The Company shall give preference to the local area and areas around it where it operates, for spending the amount earmarked for CSR activities.
- vi. Where the Company fails to spend the stipulated amount in CSR activities, it shall provide for the reasons for not spending the amount, in Board's report.
- vii. Company may build CSR capacities of its own personnel as well as those of their implementing agencies through institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.

10. IMPLEMENTATION PROCESS

- i. The CSR Policy shall be implemented by the CSR Committee under the broad policy and/or frame work laid down by the Board in this regard from time to time. CSR Committee may nominate a senior official of the Company to help execute and monitor implementation of the CSR activities. Such senior official shall directly submit his/her report to the CSR Committee.
- ii. The CSR Committee shall identify the CSR activities along with the geographical area to be undertaken by the Company.
- iii. The CSR Committee shall also estimate the total amount of expenditure to be incurred and time required by the Company for undertaking such CSR activities.
- iv. On determination of the modalities, the CSR Committee shall present a proposal before the Board.
- v. The time period/duration over which a particular project will be spread, will depend on its nature, extent of coverage and the intended impact of the project.
- vi. The CSR Committee shall authorize any of its members to approve the release of funds against the verified work plans in accordance with the approved budget for undertaking the CSR activities as approved by the Board. The authorized member shall periodically update the members of the Committee about the allocation / utilization of funds towards the CSR activities.

11. MONITORING

- i. The Committee shall discuss the progress of each project undertaken and make any decision with respect to the project which it thinks fit.
- ii. The CSR Committee shall monitor the CSR expenditure on periodical basis and shall provide periodical report to the Board on the implementation of CSR activities.

12. REPORTING

The Boards report shall include an annual report on Corporate Social Responsibility containing the particulars of the CSR activities in the manner as specified in the CSR Rules 2014.



13. DISPLAY OF THE CSR POLICY IN THE WEBSITE OF THE COMPANY

The CSR policy shall be disclosed on the Company's website in the manner as specified in the CSR Rules 2014.

14. GENERAL

Any or all provisions of the CSR Policy would be subject to revision/amendment by the CSR Committee in accordance with the guidelines on the subject as may be issued by the Central Government from time to time.

List of activities that may be taken up by the Company:

- a) eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation, including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
- b) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- c) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- d) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;
- e) protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
- f) measures for the benefit of armed forces veterans, war widows and their dependents;
- g) training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;
- h) contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- i) contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- j) rural development projects.
- k) slum area development